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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

July 31, 2002

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 14449-I FILED
JUL 31 '02 11-49 AM
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of an Partial Termination of Lease dated July 16, 2002, a secondary document as defined in the Board's Rules for Recordation of Documents.

The enclosed document relates to the Lease of Railroad Equipment which was previously filed with the Commission under Recordation Number 14449-B.

The name and address of the party to the enclosed document are:

Lessor: State Street Bank and
Trust Company of Connecticut,
as successor Owner Trustee
225 Asylum Street
Hartford, CT 06103

[Lessee: St. Louis Southwestern Railway Company]

Mr. Vernon A. Williams
July 31, 2002
Page Two

A description of the railroad equipment covered by the enclosed document is:

Eighteen (18) 40-2 Locomotives

SSW 7248	
SSW 7249	SSW 7260
SSW 7251	SSW 7261
SSW 7252	SSW 7264
SSW 7253	SSW 7265
SSW 7254	SSW 7268
SSW 7255	SSW 7270
SSW 7256	SSW 7271
SSW 7257	SSW 7272
SSW 7259	

A short summary of the document to appear in the index follows:

Partial Termination of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of each of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 14449 I FILED

JUL 31 '02 11-49 AM

PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The undersigned, State Street Bank and Trust Company of Connecticut ("State Street"), successor in interest to The Connecticut Bank and Trust Company, National Association, Lessor, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby acknowledge the termination of the Lease of Railroad Equipment, dated as of September 1, 1984 (the "Lease"), with St. Louis Southwestern Railway Company, Lessee.

The Lease was duly recorded with the Interstate Commerce Commission (now the Surface Transportation Board) on October 15, 1984 at 2:50 p.m. under Recordation Number 14449-B.

This Partial Termination of Lease is limited to the railroad equipment identified on Schedule A attached hereto.

IN WITNESS WHEREOF, State Street has caused this instrument to be executed by its officer thereunto duly authorized this 16th day of JULY, 2002.

STATE STREET BANK AND
TRUST COMPANY OF CONNECTICUT
not in its individual capacity, but solely as
Owner Trustee, Lessor

By: Todd R. DiNezza

Name: Todd R. DiNezza

Title: Assistant Vice President

STATE OF Massachusetts)
COUNTY OF Suffolk) ss:

On this 16th day of July, 2002, before me personally appeared Todd R. DiNezza, to me personally known, who, being by me duly sworn, said that he/she is a Assistant Vice President of State Street Bank and Trust Company of Connecticut, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

Paul A. Preziosi
NOTARY PUBLIC

My commission expires: 11/24/2006

SCHEDULE A

(Recordation Number 14449)

Eighteen (18) 40-2 Locomotives

SSW 7248
SSW 7249
SSW 7251
SSW 7252
SSW 7253
SSW 7254
SSW 7255
SSW 7256
SSW 7257
SSW 7259
SSW 7260
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SSW 7264
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SSW 7272